



TUNGDA INNOVATIVE LIGHTING HOLDINGS LIMITED

(Provisional Liquidators Appointed)

東大新材料照明控股有限公司*

(已委任臨時清盤人)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8229)

Form Of Proxy For Use At The Extraordinary General Meeting To Be Held On 23 November 2012 At 3:00 p.m. (Or Any Adjourned Meeting)

I/We¹ _____
of _____
being the registered holder(s) of² _____ ordinary shares of nominal value of HK\$0.01 each in the share capital of Tungda Innovative Lighting Holdings Limited (Provisional Liquidators Appointed) (the “**Company**”), HEREBY APPOINT³ the Chairman of the Extraordinary General Meeting (the “**Meeting**”), or _____ of _____ as my/our proxy to attend for me/us at the Meeting to be held on 23 November 2012 at 3:00 p.m., at St. James’ Settlement (Headquarter), AV Room, 9/F., No. 85 Stone Nullah Lane, Wan Chai, Hong Kong or any adjourned meeting to vote on my/our behalf and in respect of the resolutions set out in the notice convening the Meeting as indicated below.

ORDINARY RESOLUTIONS	For ⁴	Against ⁴
To consider and approve the appointment of Ms. Ang Mei Lee, Mary as an executive director of the Company with immediate effect at a fee to be fixed by the Board of Directors of the Company and approved by the Provisional Liquidators.		
To consider and approve the appointment of Mr. Chung Wai Man as a non-executive director of the Company with immediate effect at a fee to be fixed by the Board of Directors of the Company and approved by the Provisional Liquidators.		

Date: _____

Signature⁵: _____

Notes:

- (1) Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
- (2) Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- (3) Please insert the name of the proxy desired. If no name is inserted, the Chairman of the Meeting will act as your proxy. Any alteration made to this form of proxy must be initialed by the person(s) who signs it. Completion and delivery of the proxy form will not preclude you from attending and voting in person at the meeting.
- (4) Please indicate with an (X) in the appropriate space beside each of the resolutions how you wish the proxy to vote on your behalf. Failure to complete any or all boxes will entitle your proxy to cast his votes on the relevant resolutions at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- (5) This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of a duly authorised officer or attorney.
- (6) In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority is determined by the order in which the names stand in the Register of Members in respect of the joint holding.
- (7) To be valid this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited with the principal place of business of the Company in Hong Kong at 35/F, One Pacific Place, 88 Queensway, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjourned meeting.
- (8) A proxy need not be a member of the Company but must attend the Meeting or any adjourned meeting in person to represent you.
- (9) Pursuant to Rule 17.47(4) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange, any vote of Shareholders at a general meeting must be taken by poll. The chairman of the Meeting shall therefore demand that voting on all resolutions set out in the notice of the Meeting be taken by way of poll pursuant to Article 48 of the Articles of Association of the Company.

* for identification purpose only